

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W.R Grace & Co.
One Town Center Road
Boca Raton, FL 33486

Invoice Number 1158766
Invoice Date 06/30/04
Client Number 172573

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Re: W. R. Grace & Co.

(60026) Litigation and Litigation Consulting

Fees 24,568.50

TOTAL BALANCE DUE UPON RECEIPT \$24,568.50

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REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

| | | |
|----------------------|----------------|----------|
| W.R Grace & Co. | Invoice Number | 1158766 |
| One Town Center Road | Invoice Date | 06/30/04 |
| Boca Raton, FL 33486 | Client Number | 172573 |
| | Matter Number | 60026 |

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Re: (60026) Litigation and Litigation Consulting

FOR PROFESSIONAL SERVICES PROVIDED THROUGH MAY 31, 2004

| Date | Name | Hours |
|----------|---|-------|
| 05/01/04 | Cameron | .90 |
| | Review non-debtor third party asbestos defendant discovery materials. | |
| 05/03/04 | Atkinson | .30 |
| | Meeting with J. Bentz regarding information on documents within Grace electronic document database. | |
| 05/03/04 | Bentz | 2.80 |
| | Review of correspondence regarding Canadian issue (.2); conferences with M. Murphy and counsel for non-debtor third party asbestos defendant regarding affidavits and document productions (.7); negotiating terms of document production (.9); conference with M. Atkinson regarding document production (.2); letter confirming agreement regarding document production (.8). | |
| 05/04/04 | Bentz | 1.30 |
| | Conferences with M. Murphy and corresponding with counsel for non-debtor third party asbestos defendant regarding document production (.7); arranging document production (.6). | |
| 05/05/04 | Atkinson | .90 |
| | Electronic database searches re: agricultural/horticultural documents, and detailed summary (0.7); e-mail to J. Bentz re: same (0.2). | |

172573 W. R. Grace & Co.
 60026 Litigation and Litigation Consulting
 June 30, 2004

Invoice Number 1158766
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| Date | Name | Hours | |
|----------|----------|--|------|
| | | ----- | |
| 05/05/04 | Bentz | Letter to counsel for non-debtor third party asbestos defendant regarding document production and subsequent revisions (.9); negotiations regarding document production (.9); conferences with R. Finke and M. Murphy regarding document production (1.0). | 2.80 |
| 05/05/04 | Cameron | Review e-mail and draft letter regarding discovery by non-debtor third party asbestos defendant and e-mails regarding same. | .60 |
| 05/06/04 | Atkinson | Review correspondence re: materials previously produced in other proceedings. | .30 |
| 05/06/04 | Bentz | Conferences with M. Murphy and counsel for non-debtor third party asbestos defendant regarding document production. | 1.00 |
| 05/06/04 | Flatley | With J. Bentz re: status. | .10 |
| 05/11/04 | Bentz | Review of document production to non-debtor third party asbestos defendant and affidavits supplied to date. | 1.00 |
| 05/11/04 | Cameron | Review correspondence relating to discovery by non-debtor third party asbestos defendant (.80); review newspaper reports and other scientific and news reports regarding miscellaneous asbestos issues and impact on W. R. Grace (1.40). | 2.20 |
| 05/12/04 | Cameron | Participate in parts of conference call with J. Restivo, D. Siegel and B. Beber regarding asbestos claims issues in bankruptcy (0.7); review data regarding same (0.9). | 1.60 |
| 05/12/04 | Restivo | Conference call with B. Beber, D. Siegel and D. Cameron re: asbestos claims in bankruptcy case. | .90 |

172573 W. R. Grace & Co.
 60026 Litigation and Litigation Consulting
 June 30, 2004

Invoice Number 1158766
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| Date | Name | Hours |
|----------|---|-------|
| ----- | ----- | ----- |
| 05/13/04 | Atkinson | |
| | Review correspondence and CDs of ZAI documents previously produced, for production to non-debtor third party asbestos defendant. | .90 |
| 05/13/04 | Bentz | |
| | Review of document production and letter to counsel for non-debtor third party asbestos defendant regarding same (2.4); corresponding with counsel for non-debtor third party (.9); corresponding with R. Finke regarding J. Yang affidavits (.2); conference with M. Murphy regarding document production issues (.3). | 3.80 |
| 05/13/04 | Cameron | |
| | Review materials regarding follow-up to telephone call with Grace representatives concerning asbestos claims issues (0.4) and meet with J. Restivo regarding same (0.2). | .60 |
| 05/13/04 | Flakker | |
| | Locate three boxes of CDs for production to third party non-debtor asbestos defendant. | .60 |
| 05/13/04 | Restivo | |
| | Telephone calls with B. Beber, et al. (0.5) and meeting with P. Singer (1.0) re: asbestos trust issue. | 1.50 |
| 05/13/04 | Singer | |
| | Meeting with J. Restivo re: issues and options relating to asbestos claims and trust. | 1.00 |
| 05/14/04 | Atkinson | |
| | Review and arrange with vendor to have copied CDs of previous document production to provide to counsel for non-debtor third party asbestos defendant. | .60 |
| 05/14/04 | Bentz | |
| | Drafting letter to counsel for non-debtor third party asbestos defendant regarding production of documents (.8); corresponding with M. Murphy and R. Finke regarding document production and affidavits (.5). | 1.30 |

172573 W. R. Grace & Co.
 60026 Litigation and Litigation Consulting
 June 30, 2004

Invoice Number 1158766
 Page 4

| Date | Name | Hours | |
|----------|----------|--|------|
| ----- | ----- | ----- | |
| 05/15/04 | Cameron | Review materials relating to open issues with respect to resolution of asbestos claims in bankruptcy. | .80 |
| 05/17/04 | Atkinson | Review and arrange with Ditto (vendor) to copy CDs of previous document production to provide to counsel for non-debtor third party asbestos defendant. | 1.20 |
| 05/17/04 | Bentz | Review of CD's to be produced to counsel for non-debtor third party asbestos defendant (.6); letter to counsel re: same (.4). | 1.00 |
| 05/17/04 | Cameron | Participate in conference call with B. Beber, D. Siegel, J. Restivo and R. Finke regarding strategy issues for asbestos claims in bankruptcy (0.8); review legal research regarding same (0.6); follow-up with J. Restivo regarding strategy issues (0.2). | 1.60 |
| 05/17/04 | Restivo | Research re: asbestos claims/trust issue (1.7) and conference call with D. Siegel, B. Beber, et al. re: same (0.8). | 2.50 |
| 05/18/04 | Atkinson | Review copies of CDs of previous documents to provide to non-debtor third party asbestos defendant (0.8); search Grace files re: supplemental ZAI CD for production to non-debtor third party (1.2). | 2.00 |
| 05/18/04 | Bentz | Conferences with M. Atkinson regarding production of CD's to counsel for non-debtor third party asbestos defendant (.3); review of various issues regarding production (.9). | 1.20 |
| 05/18/04 | Cameron | Telephone call with R. Finke regarding draft response regarding asbestos claims (0.3); prepare for and attend strategy meeting regarding treatment of asbestos-related claims in bankruptcy (0.7); various e-mails relating to asbestos issues in | 2.60 |

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60026 Litigation and Litigation Consulting
June 30, 2004

Invoice Number 1158766
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| Date | Name | Hours |
|----------|---|-------|
| | Canada (0.5); review materials regarding response to asbestos scientific studies (0.6); review non-debtor third party asbestos defendant discovery materials (0.5). | |
| 05/18/04 | Flakker | .50 |
| | Index database server and continue to locate production CDs to be produced to third party non-debtor asbestos defendant. | |
| 05/18/04 | Muha | 1.00 |
| | Research asbestos bankruptcy TDPs for bankruptcy court jurisdictional powers and provisions for litigation against trusts in tort system. | |
| 05/18/04 | Pagliari | .60 |
| | Meet with J. Restivo and D. Cameron re: research issue. | |
| 05/18/04 | Restivo | 2.00 |
| | Meeting with N. Pagliari (0.3); meeting with D. Cameron (0.2); research re: asbestos trust and asbestos claims issues (1.5). | |
| 05/19/04 | Bentz | .90 |
| | Letter to counsel for non-debtor third party asbestos defendant regarding production of documents on compact discs. | |
| 05/19/04 | Restivo | 1.00 |
| | Research regarding continuing jurisdiction and venue. | |
| 05/20/04 | Pagliari | 3.10 |
| | Research re: asbestos personal injury claims and jurisdiction. | |
| 05/21/04 | Pagliari | 2.10 |
| | Research asbestos personal injury claim and jurisdiction (1.7); email to J. Restivo and D. Cameron re: same (0.4). | |
| 05/23/04 | Pagliari | 2.00 |
| | Research re: asbestos personal injury claims and jurisdiction. | |
| 05/24/04 | Atkinson | .30 |
| | Review pleadings files re: appendices filed for J. Restivo meeting preparation. | |

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 60026 Litigation and Litigation Consulting
 June 30, 2004

Invoice Number 1158766
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| Date | Name | Hours |
|-------------------|--|----------------|
| ----- | ----- | ----- |
| 05/24/04 Bentz | Review of correspondence regarding document production. | .40 |
| 05/24/04 Pagliari | Research re: asbestos personal injury claims and jurisdiction. | 5.40 |
| 05/25/04 Bentz | Conference with J. Restivo regarding status conference (0.2); review of materials regarding Third Circuit decision (0.3). | .50 |
| 05/25/04 Restivo | Telephone call with B. Beber (0.4); e-mails to N. Pagliari re: research (0.2). | .60 |
| 05/26/04 Cameron | Prepare for and meet with J. Restivo and N. Pagliari regarding research with respect to asbestos trust issues (1.2); meet with J. Restivo (0.3) and report to client regarding same (0.2). | 1.70 |
| 05/26/04 Pagliari | Research re: asbestos personal injury claims and jurisdiction (0.3); draft memo to file re: research (0.8); meet with J. Restivo and D. Cameron re: same (1.0). | 2.10 |
| 05/26/04 Restivo | Meeting with N. Pagliari and D. Cameron (1.2); telephone reports to R. Finke and B. Beber (1.3). | 2.50 |
| 05/27/04 Flatley | Call with R. Finke and follow up on it. | .40 |
| 05/27/04 Pagliari | Research re: asbestos personal injury claims and jurisdiction. | .60 |
| 05/28/04 Flatley | Prepare for and participate in call with R. Finke. | .20 |
| 05/29/04 Restivo | Review new material, e-mails, etc. | .50 |
| 05/31/04 Cameron | Review materials relating to open issues in bankruptcy regarding treatment of asbestos claims. | .90 |
| | TOTAL HOURS | ----- 69.20 |

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 60026 Litigation and Litigation Consulting
 June 30, 2004

Invoice Number 1158766
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| TIME SUMMARY | Hours | Rate | Value |
|--------------------------------|-------|----------------|-------------|
| James J. Restivo Jr. | 11.50 | at \$ 495.00 = | 5,692.50 |
| Paul M. Singer | 1.00 | at \$ 495.00 = | 495.00 |
| Lawrence E. Flatley | 0.70 | at \$ 470.00 = | 329.00 |
| Douglas E. Cameron | 13.50 | at \$ 465.00 = | 6,277.50 |
| James W Bentz | 18.00 | at \$ 370.00 = | 6,660.00 |
| Andrew J. Muha | 1.00 | at \$ 235.00 = | 235.00 |
| Nicholas R. Pagliari | 15.90 | at \$ 240.00 = | 3,816.00 |
| Maureen L. Atkinson | 6.50 | at \$ 145.00 = | 942.50 |
| Harrison S. Flakker | 1.10 | at \$ 110.00 = | 121.00 |
| CURRENT FEES | | | 24,568.50 |
| TOTAL BALANCE DUE UPON RECEIPT | | | \$24,568.50 |

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Tax ID# 25-0749630

W. R. Grace
5400 Broken Sound Blvd., N.W.
Boca Raton, FL 33487

Invoice Number 1158767
Invoice Date 06/30/04
Client Number 172573

=====

Re: W. R. Grace & Co.

(60028) ZAI Science Trial

Fees 4,664.00

TOTAL BALANCE DUE UPON RECEIPT \$4,664.00

=====

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

| | | |
|-------------------------------|----------------|----------|
| W. R. Grace | Invoice Number | 1158767 |
| 5400 Broken Sound Blvd., N.W. | Invoice Date | 06/30/04 |
| Boca Raton, FL 33487 | Client Number | 172573 |
| | Matter Number | 60028 |

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Re: (60028) ZAI Science Trial

FOR PROFESSIONAL SERVICES PROVIDED THROUGH MAY 31, 2004

| Date | Name | Hours |
|----------|---|-------|
| 05/10/04 | Bentz | .50 |
| | Preparation for argument of dispositive motions in ZAI Science Trial. | |
| 05/18/04 | Muha | 1.40 |
| | Review various fee application materials to prepare updated ZAI Science Trial budget report. | |
| 05/19/04 | Cameron | 1.90 |
| | Review recent correspondence, studies and publicity relating to ZAI. | |
| 05/19/04 | Muha | 1.20 |
| | Continue analysis of fee application materials (0.5) and draft updated ZAI Science Trial budget report (0.7). | |
| 05/19/04 | Restivo | 1.00 |
| | Telephone calls with E. Westbook, B. Beber, R. Finke, et al. | |
| 05/22/04 | Cameron | 1.30 |
| | Review materials relating to ZAI science trial briefings and open issues (0.4); review recent studies and reports concerning ZAI (0.9). | |
| 05/24/04 | Cameron | .80 |
| | Review materials for ZAI Science Trial argument preparation. | |
| 05/24/04 | Muha | .40 |
| | Review docket for motions re: Grace ZAI Science Trial budget and retrieve same for D. Cameron. | |

172573 W. R. Grace & Co.
 60028 ZAI Science Trial
 June 30, 2004

Invoice Number 1158767
 Page 2

| Date | Name | Hours |
|----------|---|-------|
| ----- | ----- | ----- |
| 05/25/04 | Cameron Additional review of materials relating to science trial and outstanding motions. | 1.40 |
| 05/25/04 | Restivo E-mails to R. Finke, D. Cameron re: Westbrook letter. | .80 |
| 05/31/04 | Cameron Review recent press and studies regarding attic insulation. | .80 |
| | | ----- |
| | TOTAL HOURS | 11.50 |

| TIME SUMMARY | Hours | Rate | Value |
|----------------------|--------------------------------|----------------|------------|
| ----- | ----- | ----- | ----- |
| James J. Restivo Jr. | 1.80 | at \$ 495.00 = | 891.00 |
| Douglas E. Cameron | 6.20 | at \$ 465.00 = | 2,883.00 |
| James W Bentz | 0.50 | at \$ 370.00 = | 185.00 |
| Andrew J. Muha | 3.00 | at \$ 235.00 = | 705.00 |
| | CURRENT FEES | | 4,664.00 |
| | TOTAL BALANCE DUE UPON RECEIPT | | \$4,664.00 |
| | ===== | | ===== |

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PO Box 360074M
Pittsburgh, PA 15251-6074
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| | | |
|-------------------------------|----------------|----------|
| W. R. Grace | Invoice Number | 1158769 |
| 5400 Broken Sound Blvd., N.W. | Invoice Date | 06/30/04 |
| Boca Raton, FL 33487 | Client Number | 172573 |
| | Matter Number | 60029 |

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Re: (60029) Fee Applications-Applicant

FOR PROFESSIONAL SERVICES PROVIDED THROUGH JUNE 10, 2004

| Date | Name | Hours |
|----------|---|-------|
| 05/03/04 | Lord | 1.30 |
| | Prepare, e-mail and perfect service for CNO to 30th monthly fee application (.6); research and respond to e-mail from A. Muha re: objection deadlines and CNOs for various fee applications (.5); prepare correspondence to R. Finke re: CNO for 30th monthly fee application (.2). | |
| 05/03/04 | Muha | 1.40 |
| | Work on updating fee application materials. | |
| 05/04/04 | Lord | .20 |
| | Respond to e-mails from P. Lykens re: monthly and quarterly fee applications. | |
| 05/04/04 | Muha | 1.60 |
| | Review and final revisions to 33rd (March 2004) monthly fee application (0.6); review and revisions to 12th Quarterly fee application (1.0). | |
| 05/05/04 | Lord | 1.60 |
| | Revise and prepare 33rd monthly fee application for e-filing and service (1.2); research docket and draft CNO/service for 32nd monthly fee application (.4) | |
| 05/06/04 | Falini | .20 |
| | Reviewed Reed Smith's 33rd monthly fee application (0.1); reviewed revisions with J. Lord (0.1). | |

172573 W. R. Grace & Co.
 60029 Fee Applications-Applicant
 June 30, 2004

Invoice Number 1158769
 Page 2

| Date | Name | Hours | |
|----------|--------|---|------|
| ----- | | | |
| 05/06/04 | Lord | E-file and perfect service for CNO for 32nd monthly fee application (.4); discuss 33rd monthly fee application with J. Falini (.1); revise and e-file same (.8); perfect hard and electronic service of same (.3); e-mails from/to A. Muha re: service (.1); draft and efile amended certificate of service (.1); revise and prepare 12th quarterly fee application for e-filing and service (1.6). | 3.40 |
| 05/06/04 | Muha | Attention to filing and service issues for 33rd monthly fee application, including e-mails to J. Lord (0.4); continued revisions to fee application materials (0.8). | 1.20 |
| 05/07/04 | Muha | Attention to issues re: revision of December 2003 fee application and 10th Quarterly application (0.6); continue review and update of fee application materials (0.6); begin review of April 2004 monthly application fee and expense details (0.2). | 1.40 |
| 05/10/04 | Muha | Revisions to 34th (April 2004) fee and expense details (1.0); review materials and e-mails to and from Fee Auditor re: December 2003 billing issue (0.8). | 1.80 |
| 05/11/04 | Muha | Draft and revise reports re: revised December 2003 fee application (1.0) and discuss same with D. Cameron (0.4). | 1.40 |
| 05/12/04 | Lord | Review and respond to e-mail from A. Muha re: corrections to 12th quarterly fee application. | .20 |
| 05/13/04 | Falini | Reviewed Reed Smith's 12th quarterly fee application (0.2). | .20 |

172573 W. R. Grace & Co.
 60029 Fee Applications-Applicant
 June 30, 2004

Invoice Number 1158769
 Page 3

| Date | Name | | Hours |
|-------------|------|---|-------|
| ----- | | | |
| 05/13/04 | Lord | Download and forward 30th Monthly Application CNO to A. Muha per request (.2); review and revise 12th quarterly fee application (.3). | .50 |
| 05/13/04 | Muha | E-mail to client re: December 2003 fee application (0.3); revisions to 12th Quarterly application (1.2). | 1.50 |
| 05/14/04 | Lord | Revise and e-file 12th quarterly fee application (.8); perfect service for same (.3). | 1.10 |
| 05/18/04 | Lord | Respond to e-mail from A. Muha re: quarterly expense detail. | .10 |
| 05/21/04 | Muha | Revise April 2004 fee/expense detail. | .90 |
| ----- | | | |
| TOTAL HOURS | | | 20.00 |

| TIME SUMMARY | Hours | Rate | Value |
|--------------------------------|-------|----------------|------------|
| ----- | | | |
| Andrew J. Muha | 11.20 | at \$ 235.00 = | 2,632.00 |
| Janice E. Falini | 0.40 | at \$ 200.00 = | 80.00 |
| John B. Lord | 8.40 | at \$ 160.00 = | 1,344.00 |
| CURRENT FEES | | | 4,056.00 |
| TOTAL BALANCE DUE UPON RECEIPT | | | \$4,056.00 |
| ===== | | | |

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

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|----------------------|----------------|----------|
| W.R Grace & Co. | Invoice Number | 1158770 |
| One Town Center Road | Invoice Date | 06/30/04 |
| Boca Raton, FL 33486 | Client Number | 172573 |
| | Matter Number | 60030 |

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Re: (60030) Hearings

FOR PROFESSIONAL SERVICES PROVIDED THROUGH MAY 31, 2004

| Date | Name | Hours |
|----------|--|-------|
| ----- | ----- | ----- |
| 05/18/04 | Bentz | .40 |
| | Correspond with J. Restivo, L. Flatley and D. Cameron regarding omnibus hearing (.2); conference with W. Sparks regarding omnibus hearing (.2). | |
| 05/18/04 | Cameron | .70 |
| | Review materials for hearing on 5/24. | |
| 05/18/04 | Restivo | 2.00 |
| | Review collected material to prepare for omnibus hearing. | |
| 05/19/04 | Cameron | .60 |
| | Review materials in preparation for 5/24 (0.4) hearing and meet with J. Restivo regarding same (0.2). | |
| 05/23/04 | Cameron | .80 |
| | Review materials in preparation for hearing on 5/24. | |
| 05/24/04 | Cameron | 5.30 |
| | Prepare for and attend part of meeting with Debtor's in-house representatives and Debtor's bankruptcy counsel regarding hearing preparation (1.8); prepare for and attend hearing (2.6); attend part of post-hearing meeting with Debtor's in-house representatives (0.9). | |

172573 W. R. Grace & Co.
 60030 Hearings
 June 30, 2004

Invoice Number 1158770
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| Date | Name | Hours |
|----------|--|-------|
| 05/24/04 | Restivo | 6.50 |
| | Meeting with Debtor's in-house representatives to prepare for omnibus hearing (2.0); attend omnibus hearing (3.0); post-hearing meeting (1.5). | |
| | TOTAL HOURS | 16.30 |

| TIME SUMMARY | Hours | Rate | Value |
|----------------------|-------|----------------|----------|
| James J. Restivo Jr. | 8.50 | at \$ 495.00 = | 4,207.50 |
| Douglas E. Cameron | 7.40 | at \$ 465.00 = | 3,441.00 |
| James W Bentz | 0.40 | at \$ 370.00 = | 148.00 |
| CURRENT FEES | | | 7,796.50 |

| | |
|--------------------------------|------------|
| TOTAL BALANCE DUE UPON RECEIPT | \$7,796.50 |
|--------------------------------|------------|